

**WRITTEN CONSENT IN LIEU OF SPECIAL MEETING
OF THE SOLE MEMBER OF
REMARKABLE HEALTHCARE, LLC**

Effective Date: November 2, 2023

The undersigned, being the sole member (the “*Member*”) of **REMARKABLE HEALTHCARE, LLC**, a Texas limited liability company (the “*Company*”), hereby waives notice of time, place, and purpose of a special meeting of the Member and hereby declares that when the undersigned have signed this Written Consent (this “*Consent*”), the following resolutions shall then be consented to, approved, and adopted to the same extent and with the same force and effect as if adopted at a special meeting of the Member, duly called and held for the purpose of acting upon a proposal to adopt such resolutions.

WHEREAS, the Member has reviewed the financial condition and circumstances of the Company and, after careful consideration and thorough consultation, has determined, in their best business judgment, it is in the best interest of the Company and its respective creditors and other interested parties to file a voluntary petition (the “*Voluntary Petition*”) for relief under Chapter 11 of Title 11 of the United States Code (the “*Bankruptcy Code*”);

NOW THEREFORE, BE IT RESOLVED, that the Company be, and hereby is, authorized, empowered, and directed to (i) file the Voluntary Petition for Bankruptcy (the “*Bankruptcy*”) pursuant to the Bankruptcy Code with the United States Bankruptcy Court for the Eastern District of Texas, or with any other appropriate bankruptcy court with jurisdiction (the “*Bankruptcy Court*”) and (ii) perform any and all such acts as each Authorized Officer (as defined below) determines to be necessary, required, advisable, or appropriate to effectuate the Bankruptcy (the “*Related Actions*”);

RESOLVED, FURTHER, that each Laurie McPike, in her capacity as an officer of the Company, and Jon McPike, in his capacity as an officer of the Company, (each, an “*Authorized Officer*”), each with the authority to act without the other, is hereby authorized, empowered, and directed, for and in the name and on behalf of the Company, to (i) execute, file and deliver the Voluntary Petition and (ii) perform any and all of the Related Actions as such Authorized Officer deems necessary;

RESOLVED, FURTHER, that each Authorized Officer is hereby authorized, empowered, and directed, for and in the name and on behalf of the Company, to take such further action and to execute, deliver, and file (i) such other documents, agreements, instruments, certificates, consents, instructions, and/or other assurances as may be necessary, required, advisable, or appropriate to consummate the Bankruptcy and as may be contemplated by the Voluntary Petition, and (ii) any supplements, modifications, or amendments to the Voluntary Petition as may, in the judgment of the Authorized Officer so acting, be deemed necessary, required, advisable, or appropriate in connection with the Bankruptcy in each case, such Authorized Officer’s execution and delivery thereof to be conclusive evidence of such approval;

RESOLVED, FURTHER, that, in addition to, and without limiting in any manner, the authority granted by the Member hereunder, each Authorized Officer is hereby authorized,

empowered, and directed, for and in the name and on behalf of the Company, and with the authority to act without any other officer of the Company, to: (i) take, or cause to be taken, all such further action; (ii) do and perform, or cause to be done and performed, all such acts and things; (iii) execute and deliver, or cause to be executed and delivered, all such further documents, papers, agreements, instruments, certificates, consents, instructions, and/or other assurances of any type or description; and (iv) pay, or cause to be paid, any and all fees, charges, and costs of any type or description, all of which as may be necessary or advisable to effect the purposes and intent of the actions authorized and approved by the Member hereunder. The necessity, advisability, desirability, and propriety of the foregoing shall be conclusively established and evidenced by the actions taken by the Authorized Officer so acting;

RESOLVED, FURTHER, that all actions of any nature whatsoever heretofore taken by the Authorized Officer and by each of the officers, agents, attorneys, and other representatives of the Company incidental to, contemplated by, arising out of or in connection with or otherwise relating to the actions authorized and approved by the Member hereunder are each hereby authorized, approved, ratified, confirmed, and adopted in all respects; and

RESOLVED, FURTHER, that this Consent may be executed in one or more counterparts (including by facsimile, email, PDF, or other electronic transmission), each of which will be deemed an original but all of which together will constitute one and the same instrument.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned Member of the Company has executed this Consent to be effective as of the Effective Date.

Member:



Laurie McPike